

# SCYA BYLAWS

## ARTICLE 1

### NAME AND OBJECT

1.1 This not for profit corporation, herein referred to as Association, shall be known as Southern California Yachting Association.

1.2 Purpose of Southern California Yachting Association: Consistent with its Articles of Incorporation, the Southern California Yachting Association pledges itself to support and promote the principles, spirit and objective of Corinthianism in yachting.

1.3 The office of the Association shall be located in Southern California at an address designated by the Board of Directors.

## ARTICLE 2

### TERMS

**2.1 Corinthianism:** is that attribute which represents participation for sport as distinct from gain, and which also involves the acquirement of nautical experience through the love of sport, rather than through necessity or the hope of gain.

**2.2 Delegate or Alternate Delegate:** A duly appointed representative (in accordance with Article 4.2) of a Senior, Regular or Associate Member entitled to attend, enter into discussion and vote at the General Meetings and Special Meetings of the Association.

**2.3 Observer or Alternate Observer:** A duly appointed representative of an Interim, Special or Youth Member entitled to attend and enter into discussion at General Meetings and Special Meetings of the Association.

## ARTICLE 3

### MEMBERSHIP

Members, as defined in this Article 2, shall consist of duly organized Corinthian yacht clubs or other boating organizations in the "service area" as defined in the Amended and Restated Articles of Incorporation of the Southern California Yachting Association. "Service area" shall also mean the same as "Association area" as that term is used in these SCYA Bylaws.

#### 3.1 Senior Memberships:

Subject to the conditions set forth in these bylaws any yacht club or yachting organization which has been a Regular Member of this Association for at least the last two years, and having a dues paying membership of at least 300 households and devoting its attention primarily to the development of Corinthian yachting may be selected to become a Senior Member as follows:

(a) The Membership Committee shall from time to time nominate for Senior Membership such Regular Members as in the judgment of the Committee shall have demonstrated capability of hosting major regattas and shall have made an outstanding contribution to this Association in particular and to yachting in general.

(b) Such nominations shall be submitted to the Delegates at a General Meeting and shall be voted upon at the next succeeding General Meeting at which a quorum is present. Election to Senior Membership shall be only by the affirmative vote of a majority of the Delegates present and eligible to vote.

**3.2 Regular Memberships:** Subject to the conditions set forth in these bylaws, any permanently organized yacht club or yachting organization within the Association area, having a dues paying membership of 200 households or more, devoting its attention primarily to the development of Corinthian yachting, is eligible for Regular Membership in this Association, providing it is approved for Regular Membership, by a majority of the Delegates present and eligible to vote thereon at a General Meeting of the Association and further providing that it has been an Associate Member for the preceding two full years

**3.3 Associate Memberships:** Subject to the conditions set forth in these bylaws, any permanently organized yacht club or yachting organization within the Association area having a dues paying membership of 50 households or more, and devoting its attention primarily to the development of Corinthian yachting, is eligible for Associate Membership in this Association, providing it is approved for Associate Membership, by a majority of the Delegates present and eligible to vote thereon at a General Meeting of the Association and further providing that it has been an Interim Member for the preceding one full year.

**3.4 Interim Memberships:** Subject to the conditions set forth in these bylaws, any permanently organized yacht club or yachting organization within the Association area, having a dues paying membership of 25 up to 49 households, and devoting its attention primarily to the development of Corinthian yachting, is eligible for Interim Membership in this Association, providing it is approved for Interim Membership, by a majority of the Delegates present and eligible to vote thereon at a General Meeting of the Association. This category of membership is subject to review by the Board of Directors every two years or more, to determine whether to continue said membership, or recommend advancement to Associate Membership. A member already in this category of membership whose dues paying membership has exceeded 49 member households may petition the Board of Directors to continue as an Interim Member upon a showing of good cause to do so.

**3.5 Youth Memberships:** Subject to the conditions set forth in these bylaws, any permanently organized yacht club or boating or sailing organization, all of whose members are either (a) under the age of 19, or, (b) actively enrolled students, having a dues paying membership of 25 or more, whose primary purpose is the development and promotion of Corinthian Yachting is eligible for a Youth Membership in the Association, providing it is approved for Youth Membership by a majority of the Delegates present and eligible to vote thereon at a General Meeting of the Association.

**3.6 Special Memberships:** Subject to the conditions set forth in these bylaws, any permanently organized fleet, association, group, or other organization whose primary purpose is the development and promotion of Corinthian yachting shall be eligible

for Special Membership in the Association, providing it is approved for Special Membership by a majority of the Delegates present and eligible to vote thereon at a General Meeting of the Association. This category of membership is subject to review by the Board of Directors every two years or more to determine whether to continue said membership, or to recommend advancement to Associate Membership.

**3.7 Voting:** All Member Organizations shall have the privilege to appoint Representatives to attend all General Meetings of the Association, to participate in discussions of the nominations and election of Officers and to discuss on all questions arising at such meetings, including proposed amendments to these bylaws. Representatives are to be appointed in writing prior to any meeting they may participate in and shall serve until replaced by the Member Organization, also in writing. Senior Member Organizations shall be entitled to three votes by appointed Delegates or Alternate Delegates, Regular Member Organizations shall be entitled to two votes by appointed Delegates or Alternate Delegates, and Associate Member Organizations shall be entitled to one vote by an appointed Delegate or Alternate Delegate. No other class of membership is eligible to vote. No Member Organization shall be eligible to vote on any question involving disciplinary action taken against it.

**3.8 Application for Membership:** An application for membership as an Interim, Youth or Special Member shall be accompanied by dues for the current year before the application is submitted for approval to the General Membership. The application must be accompanied by a presentation by the applicant of its program to promote the purposes of and to engage in activities of the Southern California Yachting Association and other yachting events. The application shall thereupon be referred to the Membership Committee, who shall investigate the eligibility of the applying club and report its findings, in writing, to the Association through electronic or other media. Following notice of the application to the Association, the Membership Committee shall make its recommendation at a meeting not less than 30 nor more than 120 days after the referral. The Association shall take final action on the application at the next subsequent meeting.

Before a Member may be elected to the next higher class of Membership, such member must establish that during the period prescribed by these bylaws it has conducted sufficient yachting events (such as regattas, seminars, etc.), its members have participated in sufficient yachting events, it has regularly attended SCYA Meetings, and it has contributed sufficiently to the sport of Corinthian yachting and the functions and purposes of this Association to have complied in all respects with the spirit of these bylaws and the purposes of this Association. In each case of change in class of membership, a report shall be made to the Association by the Membership Committee with respect to the extent to which the applying club has met the requirements of this section of the bylaws. Advancement of Regular to Senior Membership must be initiated by the Membership Committee and not by the member club.

**3.9 Prohibition of Commercialism:** No club or organization, whose yachting activities are subject to the control of an organization, one of whose purposes is the making of profit, is eligible for membership of any class in this Association.

- 1 **3.10 Prohibition Against Discrimination:** No club or organization whose  
2 membership is restricted as to a protected class of persons under the laws of the  
3 United States and the Jurisdiction of the Member's location is eligible for  
4 membership in this Association.  
5
- 6 **3.11 Review of Membership Classification:** If the Membership Committee finds any  
7 member club to be in non-compliance with the criteria established for its class of  
8 membership, the Membership Committee may either allow the non-complying  
9 member no more than one year to comply, or, in its discretion, report its findings, in  
10 writing to the Association at the next meeting following such findings. The  
11 Association shall then give no less than (10) days written notice to the non-complying  
12 member of its intent to act on the findings, and record the findings of the Committee  
13 in the Association General Meeting minutes. Written notice shall be effective upon  
14 deposit in first class mail to the Member's last known address. Action on the  
15 Committee findings shall be taken at the first Association General Meeting following  
16 written notice to the non-complying member. Any member organization found to be  
17 in non-compliance may be reclassified in membership by the vote of o-thirds of the  
18 Delegates present and eligible to vote thereon at the General Meeting at which final  
19 action is to be taken. Notwithstanding anything to the contrary in this Section 3.12.  
20 the requirements as to the number of dues paying household members as set forth in  
21 Sections 3.1, 3.2, and 3.3, of Article 3, do not apply to clubs which were Regular  
22 Members or Associate Members of this Association as of July 6, 1962, and no such  
23 club shall be subject to a reclassification of its class of membership on the grounds  
24 that it does not have the required number of dues paying member households as set  
25 forth in Section 3.1, 3.2 and 3.3.  
26
- 27 **3.12 Resignations:** The membership in the Association may be forfeited by any club,  
28 either by voluntary withdrawal, by disbandment or by non-payment of dues before  
29 the next Annual Meeting of the Association. Resignations should be promptly  
30 reported by the Membership Committee in writing to the Board of Directors and  
31 recorded in the Minutes. No further action is required.  
32
- 33 **3.13 Dismissal from Membership:** Any member club, by reason of its violation of the  
34 Articles of the Association or by reason of inability or unwillingness to abide by a  
35 majority vote of the Association, or when deemed for the best interests of yachting,  
36 may be requested to resign its membership, and on failure to file such resignation  
37 within 30 days from the date of mailing of notice of such request to the Secretary of  
38 such club, shall be dropped from membership in this Association. Such action shall  
39 be taken as follows:
- 40 (a) By the adoption of affirmative vote of two-thirds of the Delegates present and  
41 eligible to vote at any General Meeting, of a resolution requesting such withdrawal;
- 42 (b) By ten days' notice to each member club that the resolution will be presented for  
43 final action at the next meeting of the Association at a specified time and place.

(c) By an affirmative vote at such a second meeting of two-thirds of the Delegates present and eligible to vote.

## ARTICLE 4

### MEMBER REPRESENTATION

**4.1 Delegates:** Each Member shall be entitled to appoint Representatives to the Association from its membership.

Senior Member: up to three (3) Delegates and three (3) Alternate Delegates as their Representatives

Regular Member: up to two (2) Delegates and three (3) Alternate Delegates as their Representatives

Associate Member: up to one (1) Delegate and three (3) Alternate Delegates as their Representatives

Interim, Special and Youth (Non-Voting Members): up to one (1) Observer and three (3) Alternate Observers as their Representatives.

Delegates, Observers, and each of their Alternates may be replaced only by the Member appointing them, upon written notice to the Association Commodore or Staff Member and verified pursuant to Section 4.2 of these bylaws.

**4.2 Credentials:** Delegates, Observers and each of their Alternates shall not be recognized by the Association until the Member has presented written verification of their appointment to the presiding officer or secretary of the Association. The verification must be signed or emailed by an officer or secretary of the Member. Delegates, Observers and each of their Alternates shall be appointed for a term of one year or until a successor has been appointed.

## ARTICLE 5

### POWERS

Without limiting the powers granted by law, the Association shall have the power:

**5.1** To designate the date and location of all races and regattas held under the auspices of the Association.

**5.2** To discipline the Members, Delegates, Alternate Delegates, Observers, Alternate Observers, officers, directors, Staff Commodores and committee chairs of this Association as set forth in Article 14 of these bylaws.

**5.3** To determine and settle questions of disputes relating to racing which may be referred to them for decision, which decision shall be final, unless appealed to the United States Sailing Association, the North American Cruiser Association or American Power Boat Association as set forth in Article 12 of these bylaws.

**5.4** To indemnify its agents in accordance with and according to the terms of Section 7237 of the Corporation Code of the State of California.

ARTICLE 6  
MEETINGS

**6.1 Nominating Meeting:** The Nominating Meeting of the Association shall be the General Meeting held in October of each year at such date, time, and place within Southern California as may be designated by the Commodore. The report of the Nominating Committee shall be presented at that meeting.

**6.2 Annual Meeting:** The Annual Meeting of the Association shall be the General Meeting held in November of each year at such date, time and place within Southern California as may be designated by the Commodore. Officers for the ensuing year shall be elected at the Annual Meeting.

**6.3 Installation Meeting:** The Installation Meeting of the Association shall be the General Meeting held before the end of January of each year at such date, time and place within Southern California as may be designated by the Commodore. Officers for the ensuing year shall be installed at this meeting.

**6.4 General Meetings:** General Meetings of the Association shall be called at such date, time and place as may be designated by the Commodore.

**6.5 Special Meetings:** Special Meetings of the Association may be called by the Commodore at his pleasure and must be called upon the written request of the Commodores of any two Regular or Senior member clubs, or a combination thereof, by written notice as hereinafter provided.

**6.6 Notices:** Notices of meetings of the Association shall be sent by the Secretary or Staff Member to each person and club entitled to receive the same at least ten (10) days prior to the date of meeting, and, if a Special Meeting, include an agenda of the business to be transacted.

**6.7 Quorum:** Representation (by not less than one Delegate or Alternate Delegate) from one quarter of the Senior, Regular and Associate member clubs in good standing shall constitute a quorum at any meeting of the Association. Once a quorum has been established a quorum shall be deemed to have remained until the meeting is formally adjourned.

**6.8 Voting:** At all meetings of the Association, each Senior Member may be officially represented by not more than three (3) Delegates; each Regular Member by not more than two (2) Delegates; and each Associate Member by not more than one (1) Delegate, each of whom shall have one (1) vote. Additionally, up to three (3) Alternate Delegates may be designated by each of the voting Members and are encouraged to attend meetings but shall have no right to vote except when acting for an absent Delegate. Only duly authorized Delegates (or Alternate Delegates acting for an absent Delegate) from Senior, Regular and Associate Members in good standing who are present shall be entitled to vote. All of the Members entitled votes may be cast by a single authorized Delegate or Alternate Delegate. Voting by proxy shall not be permitted. No Delegate or Alternate Delegate shall be entitled to vote representing more than one Member at a single meeting. Voting shall be by voice, show of hands, standing, or by written or oral ballot as directed and shall not be cumulative.

The Interim, Youth and Special Members are non-voting Members. All non-voting Members are allowed to be officially represented at meetings by one (1) Observer and

up to three (3) Alternate Observers as officially designated by the Member. At least one Observer or Alternate Observer of non-voting Members is encouraged to attend all meetings for attendance records.

**6.9 Procedure:** The Judge Advocate shall act as parliamentarian at all Association meetings and the meetings of the Board of Directors. The parliamentarian should not vote on matters submitted to him/her for ruling.

## ARTICLE 7 BOARD OF DIRECTORS

**7.1** The corporate powers of the Association shall be exercised and its business and activities managed by a Board of Directors consisting of the Commodore, Vice Commodore, Rear Commodore, Junior Staff Commodore, who is still a member of a constituent Member, Secretary, Treasurer, and ten Directors to be elected at the Annual Meeting. Judge Advocate, as appointed in accordance with Article 8.7 shall also be a member of the Board of Directors. Only persons who are members in good standing of those SCYA member organizations entitled to vote pursuant to Article 6, Section 6.8, shall be eligible to sit on the Board of Directors.

**7.2** The Association shall not borrow money nor contract any debt or obligation in excess of \$5,000.00 outside of approved budgeted items except upon the resolution passed by the affirmative vote of a majority of the Delegates at any General Meeting or at any Special Meeting called and noticed for that such purpose.

## ARTICLE 8 ELECTED OFFICERS

**8.1 Flag Officers:** The Flag Officers of this Association shall be the Commodore, Vice Commodore, and the Rear Commodore.

**8.2 Other Elected Officers:** The other Elected Officers of this Association shall be the Secretary and the Treasurer, The Board of Directors, by resolution, may consolidate the offices of Secretary and Treasurer.

**8.3 Nomination of Officers and Directors:** The Commodore and the four (4) most immediate Staff Commodores of the Association who are available and willing to serve shall constitute the Nominating Committee, the junior most Staff Commodore on the committee shall be the Chairman. It shall be the duty of the Nominating Committee to meet no later than and during the month of September in each year, on call of the Junior Staff Commodore, and at such meeting, to nominate one person for each elective office of the Association, and ten Directors at large. The report of the Nominating Committee shall be in writing and shall be presented at the Nomination Meeting, the General Meeting of the Association in October and the persons so nominated shall be candidates for the respective offices.

**8.4 Additional Nominations:** Additional nominations for any office may be made by written petition signed by two (2) duly authorized Delegates or Alternate Delegates from each of five (5) or more voting member clubs. Such nominating petitions may be filed at any time between the Nominating Meeting in October, and immediately following the roll call at the Annual Meeting in November. At the Annual Meeting the Commodore shall call for the filing of such petitions immediately following roll call. The Secretary

shall immediately certify the sufficiency of the petitions and thereafter nominations shall be closed. No nominations may be made except as provided in Article 7.

**8.5 Election of Officers:** The Commodore, Vice Commodore, Rear Commodore, Secretary, Treasurer, and ten Directors at large shall be elected by the Association at its Annual Meeting and shall hold office for one year, commencing at the December Board Meeting, following their election or until their successors are elected. The Procedure for the December meeting is detailed in the SCYA Procedure Manual. All Officers and Directors shall be members in good standing of one of the member clubs throughout their term.

**8.6 Vacancies:** A vacancy in the office of Commodore occurring between Annual Meetings shall be assumed by the Vice Commodore. A vacancy in the office of Vice Commodore occurring between Annual Meetings shall be assumed by the Rear Commodore. Vacancies in the offices of Rear Commodore, Secretary, Treasurer, and Director occurring between Annual Meetings shall be filled by a majority vote of the Board of Directors at a regularly scheduled board meeting or special board meeting called for that purpose. Any person so appointed shall be designated as "interim" and shall hold office until a successor is elected at the next Annual Meeting and then takes office at the December Board Meeting. Vacancies of appointed officers shall be filled at the discretion of the Commodore.

**8.7 Declaration of Vacancy:** The office of any elected Officer/Director of SCYA may be declared vacant by a vote of not less than three-fourths (3/4) of all Board members entitled to vote when such Officer/Director has been absent for three (3) consecutive General meetings unless leave of absence is granted by the Board of Directors or they are excused by the Commodore prior to any missed meeting.

**8.8 Other Officers:** The offices of a Fleet Captain, a Port Captain, and a Judge Advocate shall be appointed by the Commodore of the Association to hold their respective positions at the pleasure of the Commodore.

**8.9 Honorary Commodore:** The office of Honorary Commodore may be granted to a person whom the Association especially desires to honor and shall be selected by the Commodore-elect, subject to confirmation by the Board of Directors, for a term of one (1) year. Not more than one Honorary Commodore may be elected in any year, and following the year of selection such Honorary Commodore shall thereafter be entitled to use the title of Past Honorary Commodore. The Honorary Commodore shall be entitled to all of the facilities and privileges of the Association but shall have no vote nor hold any other elective office in the Association unless otherwise qualified.

## ARTICLE 9

### RESPONSIBILITIES OF OFFICERS

**9.1 Commodore:** It shall be the duty of the Commodore to preside at all meetings of the Association. The Commodore may call a Special Meeting of the Association or the Board of Directors at his/her pleasure, and shall do so at the written request of two of its Delegates of any two member clubs. He/she shall be, ex-officio, a member of all committees, except Race Committees. In addition, he shall perform the usual duties of a presiding officer.



1 **9.2 Vice Commodore:** It shall be the duty of the Vice Commodore to assist the  
2 Commodore in the discharge of his duties, and, in his absence or in case of a vacancy in  
3 the office of the Commodore, to act as Commodore.

4 **9.3 Rear Commodore:** It shall be the duty of the Rear Commodore to assist the  
5 Commodore in the discharge of his duties and in the absence of both the Commodore  
6 and Vice Commodore, or in case of vacancies in the offices of Commodore and Vice  
7 Commodore, to act as Commodore.

8 **9.4 Secretary:** The Secretary shall keep true and complete minutes of the meetings of  
9 the Association; they shall keep an official record of the results of all events held under  
10 the auspices of the Association and shall perform such other duties as the Commodore or  
11 Association may direct. The Secretary shall keep a separate book to be known as the  
12 Policies and Procedures Manual of the Southern California Yachting Association  
13 wherein he/she shall record all rules and resolutions adopted by the Association and  
14 directed to be recorded therein.

15 **9.5 Treasurer:** The Treasurer shall keep a true and correct account of the funds of the  
16 Association, both general and special, in such manner as may be designated by the  
17 Association; shall pay all bills which have been approved by the Association or its  
18 authorized representatives out of such funds; shall make a monthly financial report to the  
19 Board of Directors and shall perform such other duties as may be designated by the  
20 Association.

21 **9.6 Port Captain:** The Port Captain shall perform such duties as may be from time-to-  
22 time assigned by the Commodore.

23 **9.7 Fleet Captain:** The Fleet Captain shall have overall responsibility of all racing  
24 events held under the auspices of this Association. The Fleet Captain shall also perform  
25 such duties as may be from time to time assigned by the Commodore.

26 ARTICLE 10  
27 COMMITTEES

28 **10.1** The Commodore shall appoint such Committees, special Officers or assistants to  
29 the Officers as he may deem advisable to conduct the affairs of the Association,  
30 provided, however, that the committees prescribed in these bylaws, shall be considered  
31 the minimum.

32 **10.2 Membership Committee:** The Membership Committee shall consist of the Board  
33 of Directors. The Chairman shall be a Staff Commodore or Director who shall report to  
34 the Rear Commodore. The Committee shall investigate the eligibility of any  
35 membership applicant, including its organization, objectives, membership, bylaws and  
36 any other fact which the committee may deem essential. The committee shall report its  
37 findings, in writing, to the Association Secretary according to Sections 2.8, 2.9, and  
38 2.12 of these bylaws.

39 **10.3 Appeals Committee:** This Committee shall hear and decide in conformity with  
40 the applicable Racing Rules of Sailing all appeals received from member clubs or  
41 associations, or participants in contests held by member clubs or associations, including  
42 SCYA. No member of this Committee may act on any appeal concerning any vessel of

which said member is interested as owner or skipper in whole or part. Appeals must be submitted according to the Appeals Procedure of US Sailing and this Association.

**10.4 Trophy Committee:** The Trophy Committee shall purchase the trophies for this Association as they may from time-to-time be directed by the Association, and shall render a report of the Associations trophies.

(a) **List of Trophies:** It shall be the duty of the Trophy Committee to compile each year a list of the Association's Perpetual Trophies, showing to whom and the date when they were awarded, and they shall take a receipt, in writing, from the holder of any Perpetual Trophy. Such report and receipts shall be submitted to the Association on or before the first Friday of January of each year, and upon its approval by the Secretary, to be kept in the official records of the Association.

(b) **Insurance of Trophies:** The Association shall keep all of its Perpetual Trophies insured and shall pay the premium therefore.

(c) **Deeds of Gift:** All Deeds of Gift for Perpetual Trophies belonging to this Association shall be kept by the Secretary in the official records of the Association. All Deeds of Gift of this Association shall be in a form approved by the Association.

**10.5 Long Range Planning Committee:** This Committee shall review the long range goals of SCYA. It shall keep the Board of Directors apprised of business, management, and planning activities considered by the Committee, along with appropriate implementation strategies. The Committee structure and terms of service are detailed in the SCYA Policies and Procedures Manual.

## ARTICLE 11

### DUES

**11.1 Dues:** The dues for each class of membership shall be set by the Board of Directors. Each member's dues, plus any taxes which may be imposed on account of such dues, are due and payable on January 1st of each year.

**11.2 Suspension:** Unless such dues are paid within sixty (60) days after becoming due and payable the membership of such club may be suspended on affirmative vote of the Board of Directors. Such suspension may be ended and full membership rights restored to such club on the recommendation of the Board of Directors and affirmative vote of the membership of the Association.

## ARTICLE 12

### PROTESTS AND APPEALS

**12.1 Racing Rules:** The current Racing Rules of Sailing of the United States Sailing Association and of this Association, shall govern all Sailing Regattas or races held by this Association; and the current rules of the North American Cruiser Association and/or the American Power Boat Association, and of this Association, shall govern all Power Boat Regattas or races held by this Association, and any appeals to this Association shall be governed by said rules and applicable procedures, unless otherwise stated in the written instructions for such regattas or races.

**12.2 Form and Filing:** All protests in sailing races shall be in the form and filed in the manner prescribed by the current rules of the United States Sailing Association; all protests in power boat races shall be in the form and filed in the manner prescribed by the current rules of the North American Cruiser Association and/or the American Power Boat Association.

**12.3 Appeals:** Appeals involving a sailing event must first be submitted to US Sailing, which may refer such an appeal to the Association Appeals Committee, Appeals involving other types of contests may be submitted directly to the Association's Appeals Committee providing that the rules of the organizing authority so allow. Appeals of the decision of the Association Appeals Committee may be submitted to the Appeals Committee of the United States Sailing Association, pursuant to the current rules of the United States Sailing Association, or to the North American Cruiser Association and/or the American Power Boat Association according to the current rules thereof.

## ARTICLE 13

### FLAGS

**13.1 Burgee:** The Burgee of the Association shall be a blue field with the Emblem of the Southern California Yachting Association in white in the center.

#### **13.2 Emblem:**

**(a)** The Emblem of the Association shall be a life buoy with the letters S C Y A arranged in the center. The life buoy is enclosed by a rope attached at four points as shown in 13.2 (c).

**(b)** The standard color arrangement of the Emblem shall be a blue field behind white letters and white buoy within a gold rope. A red field behind the letters may be used for special applications. A contrasting field is allowed for printed copies. Any other logo configurations or color combinations shall require approval by the Board of Directors prior to use.

**(c)** The color definitions for the SCYA Emblem and Burgee as required are as follows:

#### **1. Print Media (Pantone Matching System)**

Blue: PMS 287 C  
Red: PMS 199 C  
Gold: PMS 981 C  
Silver: PMS TBD: PMS 887 C

#### **2. Fabric Media: to match PMS**

Blue: Old Glory Blue  
Red: Canadian Red  
Gold: a single color throughout as appropriate  
Silver: a single color throughout as appropriate

**(d)** The Emblem design is as illustrated.



**13.3 Commodore's Flag:** The official flag of the Commodore of this Association shall be the Burgee containing in addition three gold, five pointed stars, single points upward, in a vertical line between the Emblem and the fly.

**13.4 Vice Commodore's Flag:** The Official flag of the Vice Commodore shall be a red field with the Emblem of the Association and two gold, five pointed stars, single points upward, in a vertical line between the Emblem and the fly.

**13.5 Rear Commodore's Flag:** The official flag of the Rear Commodore shall be a white field with the Emblem of the Association in red in its center and in addition one gold five-pointed star, single point upward, between the Emblem and the fly.

**13.6 Staff Commodores' Flag:** The official flag of the Staff Commodores of this Association shall be the Burgee containing in addition three silver, five pointed stars, single points upward, in a vertical line between the hoist and the Emblem.

**13.7 Honorary Commodore's Flag:** The official flag of the Honorary Commodore of this Association shall be the Burgee containing in addition three gold, five pointed stars, single points upward, in a vertical line between the Emblem and the fly. The Association must add an insignia to the Honorary Commodore's flag to distinguish it from the Commodore's flag.

**13.8 Past Honorary Commodore's Flag:** The official flag of the Past Honorary Commodores of this Association shall be the Burgee containing in addition three silver, five pointed stars, single points upward, in a vertical line between the hoist and the Emblem. The Association must add an insignia to the Past Honorary Commodore's flag to distinguish it from the Staff Commodores' Flag.

**13.9 Staff Commodores of the Association** are entitled to wear three silver stars in place of the three gold stars worn within the loops of the trefoil on the jacket. On blazers, the three silver stars are worn in place of the three gold stars just above the left breast pocket.

**13.10** The Seal of this Association shall be circular in form having on its circumference the words "Southern California Yachting Association, Incorporated, March 16, 1950."

## ARTICLE 14 DISCIPLINE

**14.1 Charges:** Charges against member clubs, Delegates, Alternate Delegates, Observers, Alternate Observers, Flag Officers, Staff Commodores, Honorary Commodore, Past Honorary Commodores, directors or committee chairs of this Association of acting in an unsportsmanlike manner or inimical to this Association, or against an officer for misfeasance or malfeasance, shall be in writing and sent to the

1 Secretary, together with a full statement of the facts and all matters relating thereto, and  
2 signed by the complainant.

3 **14.2 Hearing:** The Association shall afford the accused a hearing on the charges, or in  
4 its discretion, may delegate a Committee to conduct a hearing and forward to the  
5 Association their findings and recommendations. Notice of the hearing shall be given at  
6 least 15 days before, and the hearing shall be held at least 5 days before the effective  
7 date of any disciplinary action imposed. Notice of the hearing shall be given by any  
8 method reasonably calculated to provide actual notice. Any notice given by mail must be  
9 given by first-class or registered mail sent to the last known address of the member  
10 shown on the Association's records.

11 **14.3 Disposition:** After a hearing, or upon review of the findings and recommendations  
12 of the Committee appointed, the Association shall have the power to dismiss the charges  
13 or in its discretion, to censor, suspend from future racing for such period of time as they  
14 deem proper and/or expel or suspend the accused from representation in the Association,  
15 or from participation in any meetings or events held under the auspices of the  
16 Association.

17 **14.4 Decision:** The decision of the Association shall be final.

## 18 **ARTICLE 15**

### 19 **YACHT ETIQUETTE**

20 **15.1 Etiquette:** The Association may prescribe guidelines for yachting etiquette  
21 and may submit them to the member clubs with recommendations for their adoption  
22 and observance.

23 **15.2 Dress:** The Association may prescribe guidelines for dress or uniform, together  
24 with ornamentation or device, and may submit such rules with recommendations for  
25 their adoption and observance.

26 **15.3 Guidelines:** The Association may prescribe guidelines relating to sailing  
27 instructions, charts, yacht equipment, numbers on sails, crews, course markers,  
28 entries, prizes, awards, and similar routine matters, as permitted by the applicable  
29 rules of World Sailing and the United States Sailing Association.

## 30 **ARTICLE 16**

### 31 **PARLIAMENTARY AUTHORITY**

32 **16.1** Order of business and all questions of parliamentary practice shall be determined in  
33 accordance with the current edition of Robert's Rules of Order.

## 34 **ARTICLE 17**

### 35 **AMENDMENTS**

36 **17.1** These bylaws may be amended provided the proposal to amend is first approved by  
37 the Board of Directors and then adopted by a two thirds majority of the Delegates  
38 present and eligible to vote pursuant to Article 5.8, at a General Meeting or Special  
39 Meeting of the Association. Once the proposed bylaw amendment has been approved by  
40 the Board of Directors, written notice, including electronic notice if given in compliance  
41 with California Corporations Code section 20, setting forth the proposed amendment and  
42 the date, time and place of the General Meeting or Special Meeting of the Association at

1 which the amendment shall be considered shall be given to the Association's voting  
2 Members no less than 15 days preceding such meeting.

### 3 **ARTICLE 18**

#### 4 **ADOPTION**

5 **18.1** Upon the affirmative vote of two-thirds of Delegates present at any General  
6 Meeting or Special Meeting of the Association. The thereby approved Bylaws shall  
7 thereupon be and become the Bylaws of Southern California Yachting Association, and  
8 all former articles and bylaws thereof shall thereupon stand repealed.

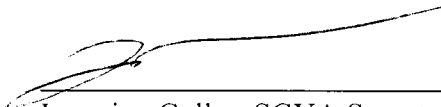
9 **18.2** All officers, Committees and Appointees then existing shall continue in effect until  
10 the end of the term prescribed in the prior Bylaws, or until their successors are elected, or  
11 appointed.

12 **18.3** These SCYA Bylaws were originally adopted by the Delegates at the General  
13 Meeting held on November 7, 1969 at the Ventura Yacht Club, and include amendments  
14 up through those adopted at the General Meeting held on June 11, 2022 at Santa Monica  
15 Windjammers Yacht Club in accordance with regular procedure.

#### 16 **CERTIFICATE OF SECRETARY**

17 I, the undersigned, certify that I am the duly elected 2025 Secretary of the Southern  
18 California Yachting Association and that the above revised bylaws, consisting of 14  
19 pages, including this one, are the bylaws of this Association as originally adopted at the  
20 General Meeting held on November 7, 1969 at the Ventura Yacht Club, and include  
21 amendments up through those adopted at the General Meeting held on September 13,  
22 2025 at King Harbor Yacht Club in accordance with regular procedure.

23  
24 November 4, 2025

25  
26   
27 Lorraine Coller, SCYA Secretary